

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CSS ENTERTAINMENT INC. (f/k/a
CHICKEN SOUP FOR THE SOUL
ENTERTAINMENT INC.), *et al* ¹

Debtors.

Chapter 7

Case No. 24-11442 (MFW)
(Jointly Administered)

Re D.I. ____

**ORDER GRANTING TRUSTEE'S MOTION FOR APPROVAL OF SHARING
AGREEMENT BETWEEN CHAPTER 7 TRUSTEE AND AGENT FOR THE
PREPETITION LENDERS PROVIDING FOR (I) DETERMINATIONS AND
ALLOWANCE OF SECURED LENDER'S PRE-PETITION CLAIMS AND LIENS; (II)
TRUSTEE'S SALE OF CERTAIN OF DEBTORS' ASSETS AND SECURED LENDER'S
COLLATERAL; (III) SPECIFIED CARVE-OUT FROM SECURED LENDER LIENS;
AND OTHER MATTERS CONCERNING THE TRUSTEE'S CONTEMPLATED SALES
AND CERTAIN SETTLEMENTS**

Upon consideration of the *Trustee's Motion for Approval of Sharing Agreement Between Chapter 7 Trustee and Agent for the Prepetition Lenders Providing for (I) Determinations and Allowance of Secured Lender's Pre-Petition Claims and Liens; (II) Trustee's Sale of Certain of Debtors' Assets and Secured Lender's Collateral; (III) Specified Carve-Out From Secured Lender Liens; and Other Matters Concerning the Trustee's Contemplated Sales and Certain Settlements* (the "Motion"),² the Court having reviewed the Motion; the Court finding that the relief requested in the Motion is in the best interests of the Debtors' Estates, creditors, and other parties in interest;

¹ The Debtors in these chapter 7 cases, along with the last four digits of each Debtor's federal tax identification number (where applicable), are: 757 Film Acquisition LLC (4300); CSS Entertainment, Inc. (f/k/a Chicken Soup for the Soul Entertainment Inc.) (0811); CSS Studios, LLC (f/k/a Chicken Soup for the Soul Studios, LLC) (9993); CSS Television Group, LLC (f/k/a Chicken Soup for the Soul Television Group, LLC); Crackle Plus, LLC (9379); CSS AVOD Inc. (4038); CSSESIG, LLC (7150); Digital Media Enterprises LLC; Halcyon Studios, LLC (3312); Halcyon Television, LLC (9873); Landmark Studio Group LLC (3671); Locomotive Global, Inc. (2094); Pivotshare, Inc. (2165); RB Second Merger Sub LLC (0754); Redbox Automated Retail, LLC (0436); Redbox Entertainment, LLC (7085); Redbox Holdings, LLC (7338); Redbox Incentives LLC (1123); Redwood Intermediate, LLC (2733); Screen Media Films, LLC; Screen Media Ventures, LLC (2466); and TOFG LLC (0508).

² Unless otherwise defined herein, capitalized terms shall have the meanings given in the Motion.

notice of the Motion and the hearing thereon having been appropriate under the circumstances; and after due deliberation and cause appearing therefor

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Sharing Agreement attached hereto as Exhibit “1” (the “Sharing Agreement”), and incorporated herein, is hereby APPROVED.
3. The Trustee is authorized to enter into, and take any and all actions necessary to implement, the Sharing Agreement in accordance with the terms and conditions set forth in the Sharing Agreement.
4. Notwithstanding any Bankruptcy Rule or other applicable law that may be interpreted to the contrary, this Order shall take effect and be fully enforceable immediately upon entry.

Exhibit 1

Sharing Agreement